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Presentment Date: March 4, 2011
Time: 12:00 p.m.

Objections Due: March 4, 2011
Time: 11:00 a.m.

*Attorneys for Irving H. Picard, Trustee for the
Substantively Consolidated SIPA Liquidation of
Bernard L. Madoff Investment Securities LLC
And Bernard L. Madoff*

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

SECURITIES INVESTOR PROTECTION
CORPORATION,

Plaintiff-Applicant,

v.

BERNARD L. MADOFF INVESTMENT
SECURITIES LLC,

Defendant.

In re:

BERNARD L. MADOFF,

Debtor.

No. 08-01789 (BRL)

SIPA Liquidation

(Substantively Consolidated)

**TRUSTEE'S MOTION FOR AN ORDER APPROVING
THE RETENTION OF GRAF & PITKOWITZ RECHTSANWALTE GMBH AS
SPECIAL COUNSEL NUNC PRO TUNC AS OF FEBRUARY 1, 2011**

Irving H. Picard ("Trustee"), as trustee for the substantively consolidated liquidation of
Bernard L. Madoff Investment Securities LLC ("BLMIS"), under the Securities Investor

Protection Act, 15 U.S.C. §§ 78aaa, et seq. (“SIPA”),¹ and Bernard L. Madoff (together, the “Debtors”), by and through his undersigned counsel, for his motion (the “Motion”) for authority to retain Graf & Pitkowitz Rechtsanwälte GmbH (“Graf & Pitkowitz”) as special counsel *nunc pro tunc* as of February 1, 2011, respectfully represents as follows:

Jurisdiction

1. This Court has jurisdiction over this Motion pursuant to SIPA § 78eee(b) and 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue of this SIPA liquidation case and this Motion are proper in this District pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory predicates for the relief sought herein are § 78eee(b)(3) of SIPA and §§ 327(e), 328, 329 and 330 of the Bankruptcy Code and Fed. R. Bankr. P. 2014.

Background

3. On December 11, 2008 (the “Filing Date”),² the Securities and Exchange Commission (“SEC”) filed a complaint in the United States District Court for the Southern District of New York against defendants Bernard L. Madoff and BLMIS (together, the “Defendants”) (No. 08 CV 10791). The complaint alleged that the Defendants engaged in fraud through investment advisor activities of BLMIS.

4. On December 12, 2008, the Honorable Louis L. Stanton of the United States District Court for the Southern District of New York entered an order which appointed Lee S. Richards, Esq., as receiver (the “Receiver”).

5. On December 15, 2008, Judge Stanton entered an order pursuant to SIPA (the “Protective Decree”), which, in pertinent part:

¹ For convenience, future reference to SIPA will not include “15 U.S.C.”

² See § 78lll(7)(B) of SIPA.

- a) appointed the Trustee for the liquidation of the business of BLMIS pursuant to § 78eee(b)(3) of SIPA;
 - b) appointed Baker & Hostetler LLP (“Baker Hostetler”) as counsel to the Trustee pursuant to § 78eee(b)(3) of SIPA; and
 - c) removed the case to this Bankruptcy Court pursuant to § 78eee(b)(4) of SIPA.
6. The Trustee recently filed an adversary proceeding against a number of defendants Austria in *Picard v. Sonja Kohn, et al*, Adv. Pro. No. 10-05411 (BRL) and will require the assistance of Graf & Pitkowitz as special counsel in situations where Austrian law is at issue.

Relief Requested

7. The Trustee has determined that it is necessary to engage special counsel to represent him in connection with litigation where Austrian law is implicated or where defendants are located in Austria. Such counsel will enable the Trustee to carry out his duties in the SIPA liquidation proceeding. The Trustee, therefore, proposes to retain and employ Graf & Pitkowitz as its special counsel with regard to litigation, and any similar matters as directed by the Trustee, effective as of February 1, 2011.

8. The Trustee seeks to retain Graf & Pitkowitz as special counsel because of its knowledge and expertise in the laws of Austria.

9. The services of Graf & Pitkowitz are necessary and essential to enable the Trustee to execute faithfully his duties herein.

10. Graf & Pitkowitz has indicated a willingness to act on the Trustee’s behalf to render the foregoing professional services.

11. The Trustee submits that Graf & Pitkowitz's provision of professional services to the Trustee is permissible under § 78eee(b)(3) of SIPA and is in the best interest of the Debtors' estates and customers and creditors.

12. To the best of the Trustee's knowledge, and as set out on the affidavit of Ferdinand Graf, attached hereto as Exhibit A, Graf & Pitkowitz is disinterested pursuant to § 78eee(b)(6)(A) of SIPA and does not hold or represent any interest adverse to the Debtors' estate in respect of the matter for which Graf & Pitkowitz is to be retained.

13. Graf & Pitkowitz will be compensated at agreed upon rates, listed below, which reflect a reduction of its normal rates by ten percent (10%). Applications for compensation to Graf & Pitkowitz will be filed with this Court pursuant to applicable statutes and rules. Graf & Pitkowitz's rate information is as follows:

Level of Experience	Hourly Rates
Partners and Of Counsel	€51.00 - €427.50
Associates	€301.50 - €342.00
Paralegals, Clerks, Other Non-Legal Staff	€112.50 - €93.50

14. SIPC has no objection to this Motion and, pursuant to SIPA § 78eee(b)(3), SIPC concurs that the Trustee should be authorized to retain Graf & Pitkowitz as special counsel for the purposes identified herein.

Notice

15. Notice of this Motion has been given to SIPC, the SEC, the Internal Revenue Service, the United States Attorney for the Southern District of New York, and, by way of the ECF filing that will be made, all parties that have filed a notice of appearance herein. In light of the nature of the relief requested, the Trustee submits that such notice is good and sufficient, and no other or further notice is necessary or required.

WHEREFORE, the Trustee respectfully requests that the Court enter an order substantially in the form of Exhibit B hereto, (a) granting this Motion; (b) authorizing the Trustee to employ Graf & Pitkowitz as special counsel for the purposes described herein, *nunc pro tunc*, as of February 1, 2011; and (c) granting the Trustee such other and further relief as is just and proper.

Dated: New York, New York
February 25, 2011

Respectfully submitted,

/s/ Marc Hirschfield

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